

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF COLUMBIA

MANVILLE TRUST MATCHING  
CLAIMANTS,

Petitioners,

v.

ALDRICH PUMP LLC et al.,

Respondents.

Case No.: 22-mc-00080-TJK-RMM

IN RE ALDRICH PUMP LLC

*Underlying Action:*

Case No.: 20-bk-30608 (Bankr. W.D.N.C.)

**MEMORANDUM OPINION AND ORDER**

Respondents Aldrich Pump LLC and Murray Boiler LLC (together “Respondents” or the “Aldrich Debtors”) are debtors in ongoing bankruptcy proceedings in the U.S. Bankruptcy Court for the Western District of North Carolina (the “Bankruptcy Court”). The Aldrich Debtors served a subpoena related to those proceedings on the Manville Personal Injury Settlement Trust (the “Manville Trust”) and other entities. Petitioners Manville Trust Matching Claimants (“Petitioners” or the “Manville Claimants”) are a subset of individuals associated with the Manville Trust, and they filed a Motion to Quash the subpoena in this Court. In response, the Aldrich Debtors filed a Motion to Transfer, seeking to transfer the Motion to Quash to the Bankruptcy Court. Then-Chief Judge Beryl A. Howell referred the Motion to Quash to the undersigned for determination. *See* Aug. 28, 2022 Min. Order; Aug. 28, 2022 Referral Entry. Judge Timothy J. Kelly later referred the Motion to Transfer to the undersigned for determination. *See* Jan. 31, 2023 Min. Order; Jan. 31, 2023 Referral Entry.



These motions are currently pending before the Court.

Having reviewed the parties' briefs,<sup>1</sup> relevant legal authorities, and the record, the Court **GRANTS** the Aldrich Debtors' Motion to Transfer and transfers this matter to the Bankruptcy Court. In light of this decision, the Court declines to resolve the Manville Claimants' Motion to Quash.

## **BACKGROUND**

### **I. Factual and Procedural Background**

#### **A. The Aldrich Debtors and the Manville Trust**

The Aldrich Debtors' predecessors manufactured industrial equipment that incorporated asbestos-containing components which were manufactured by third parties. *See* Mot. of the Debtors for an Order Authorizing the Debtors to Issue Subpoenas on Asbestos Trusts and Paddock Enterprises, LLC ("Bankruptcy Subpoena Mot.") at 6–7, *In re Aldrich Pump LLC*, No. 20-bk-30608 (Bankr. W.D.N.C.) (hereinafter "Bankruptcy Docket"), ECF No. 1111. The Aldrich Debtors began facing asbestos-related litigation in the 1980s, and settled numerous tort claims, but filed for Chapter 11 bankruptcy relief in the Bankruptcy Court as claims against them mounted. *Id.* at 7–8; Aldrich Mot. at 5. Through their bankruptcy proceeding, the Aldrich Debtors aim to establish a trust, as authorized by 11 U.S.C. § 524(g), through which claimants against them can resolve their claims without litigation. *See* Aldrich Mot. at 5.

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<sup>1</sup> Manville Claimants' Mem. in Supp. of Am. Mot. to Quash or Modify Subpoena, or Alternatively for Protective Order ("Manville Mot." or "Motion to Quash"), ECF No. 4; Aldrich Debtors' Combined Mem. in Supp. of Mot. to Transfer Subpoena-Related Mots. to the Issuing Ct. and Opp'n to Manville Mot. ("Aldrich Mot." or "Motion to Transfer"), ECF No. 7-2 (also filed at ECF No. 9); Manville Claimants' Mem. in Opp'n to Aldrich Debtors' Mot. ("Manville Opp'n"), ECF No. 11; Manville Claimants' Reply in Supp. of Mot. to Quash ("Manville Reply"), ECF No. 12; Aldrich Debtors' Reply in Supp. of Mot. to Transfer ("Aldrich Reply"), ECF No. 13.

“The Manville Trust administers and resolves asbestos personal injury claims related to exposure to asbestos and asbestos containing products mined or manufactured by the Johns-Manville Corporation and affiliated entities.” *Id.* at 6. It was formed as a result of the Johns-Manville bankruptcy proceeding and is an entity similar to that which the Aldrich Debtors wish to establish through their bankruptcy proceedings. *Id.*

**B. Bankruptcy Proceedings and the Subpoena**

In their efforts to establish a trust, the Aldrich Debtors are attempting to estimate the value of pending and future asbestos-related claims against them. *See* Aldrich Mot. at 6–7. Prior tort settlement amounts are a common way to estimate the value of such claims, but the Aldrich Debtors believe that methodology would inflate the estimated total value of the claims against them. *Id.* at 7. The Aldrich Debtors posit that those prior settlement amounts are not accurate because the Aldrich Debtors may have settled for the full value of plaintiffs’ injuries in situations where other companies bore a significant responsibility for the plaintiffs’ injuries. *Id.* Consequently, they posit that these previous settlement amounts do not reflect the value of similar current and future claims against the Aldrich Debtors. The Aldrich Debtors also contend that plaintiffs who settled tort claims against them may have also made claims with asbestos trusts formed as a result of the bankruptcy proceedings of those other companies. *Id.*

To determine how prevalent this “double dipping” was, the Aldrich Debtors filed a motion<sup>2</sup> in the Bankruptcy Court for permission to subpoena a number of asbestos bankruptcy

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<sup>2</sup> The motion was filed pursuant to Bankruptcy Rule 2004, which permits the issuance of an “order [for] the examination of any entity,” if the information sought is relevant “to the acts, conduct, or property or to the liabilities and financial condition of the debtor, or to any matter which may affect the administration of the debtor’s estate, or to the debtor’s right to a discharge.” Fed. R. Bankr. P. 2004 (a)–(b).

trusts—including the Manville Trust.<sup>3</sup> See Bankruptcy Subpoena Mot. The Bankruptcy Court held a hearing on the motion before ultimately granting it. See May 26, 2022 Hearing Transcript 57:4–10, Ex. F to Decl. of David S. Torborg, ECF No. 9-8; Order Granting Mot. of the Debtors for an Order Authorizing the Debtors to Issue Subpoenas on Asbestos Trusts and Paddock Enterprises, LLC (“Aldrich 2004 Order”) at 2, Bankruptcy Docket, ECF No. 1240. The Bankruptcy Court held that “[t]he subpoenas seek evidence that is relevant and necessary to specific purposes in connection with the estimation of the [Aldrich] Debtors’ liability for current and future asbestos-related claims.” Aldrich 2004 Order at 4.

The Aldrich Debtors then served the subpoena, which seeks information about “matching claimants”— individuals who recovered damages from both the Aldrich Debtors in a tort settlement and also filed a claim against the Manville Trust (or other entities named in the subpoena). See Subpoena to Produce Documents, Information, or Objects or to Permit Inspection of Premises in a Bankruptcy Case (“Subpoena”), Ex. A to Declaration of David S. Torborg, ECF No. 9-3. Petitioners here are a subset of the targets of the subpoena—individuals who recovered damages from the Aldrich Debtors in tort and also filed a claim against the Manville Trust (excluding those who filed claims *pro se*). For each “matching claimant,” the Subpoena seeks: (1) the claimant pseudonym; (2) the claimant’s law firm; (3) the date a claim was filed against, approved by, and paid by the Manville Trust; (4) if the claim was not approved or paid, the status of the claim; and (5) exposure-related information (dates exposures began and

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<sup>3</sup> Other entities include: (1) the Delaware Claims Processing Facility with respect to the ten asbestos personal injury trusts for which it processes claims; (2) Verus Claims Services, LLC, which processes claims for eight other trusts; and (3) Paddock Enterprises, LLC. See Aldrich 2004 Order at 3–5.

ended, manner of exposure, occupation, and occupation when exposed, and products to which the claimant was exposed). *See* Aldrich 2004 Order at 9.

**C. History Before This Court**

The Manville Claimants filed a Motion to Proceed Anonymously and a Motion to Quash in this Court. *See* Motion to Proceed Anonymously, ECF No. 1; Motion to Quash or Modify Subpoena, or Alternatively for a Protective Order, ECF No. 2. Then-Chief Judge Howell granted the Motion to Proceed Anonymously and referred the Motion to Quash to the undersigned for determination. *See* Order, ECF No. 3; Aug. 28, 2022 Min. Order; Aug. 28, 2022 Referral Entry. The Manville Claimants filed an amended Motion to Quash, *see* Manville Mot., and the Aldrich Debtors responded with their opposition to the Manville Claimants' Motion and the Motion to Transfer, seeking to transfer the matter to the Bankruptcy Court, *see* Aldrich Mot. Judge Kelly then referred the Motion to Transfer to the undersigned for determination. *See* Jan. 31, 2023 Min. Order. These motions are now ripe for review.

**D. Other Litigation Pertaining to the Bankruptcy Court's Rule 2004 Orders**

The two motions pending before the Court are not unique. The Aldrich 2004 Order authorized the Aldrich Debtors to serve subpoenas on the Manville Trust and other asbestos bankruptcy trusts. *See* Aldrich 2004 Order at 2–5. Like the Manville Claimants here, three other subpoena targets have sought to quash the subpoenas, and like here, the Aldrich Debtors have moved to transfer those matters to the Bankruptcy Court. The motions to quash have all been denied, with two of the three transferred to the Bankruptcy Court and denied thereafter.

Paddock Enterprises, LLC filed a motion to quash the subpoena in the Bankruptcy Court for the District of Delaware, and the Aldrich Debtors challenged that court's jurisdiction over the motion. *See In re Paddock Enterprises, LLC*, No. 20-mp-10028, 2022 WL 4396358, at \*2 (Bankr. D. Del. Sept 22, 2022). The Bankruptcy Court for the District of Delaware determined

that it had subject matter jurisdiction, and denied the motion to quash on the merits. *Id.* at \*3, \*4–5. Another subpoena recipient, the Delaware Claims Processing Facility (“DCPF”), a representative body of ten asbestos settlement trusts, filed a motion to quash the subpoena in the U.S. District Court for the District of Delaware, and that court transferred the matter to the Bankruptcy Court. *In re Aldrich Pump LLC*, No. 22-mc-00308, 2022 WL 4465202 (D. Del. Sept. 26, 2022).<sup>4</sup> In the District of New Jersey, Verus Claims Services, LLC (“Verus”) filed a motion to quash the subpoena, and the parties consented to transfer the matter to the Bankruptcy Court. *See Consent Order Regarding Respondents Aldrich Pump LLC and Murray Boiler LLC’s Mot. to Transfer Subpoena-Related Mots. to the Issuing Court (“D.N.J. Order”), In re Aldrich Pump LLC et al.*, No. 3:22-cv-05116 (D.N.J. Jan. 4, 2023), ECF No. 48. The Bankruptcy Court for the Western District of North Carolina denied both the DCPF and Verus motions to quash. *See Order (I) Denying Mots. to Quash and Mot. to Strike and (II) Granting Mot. for rehearing, Armstrong World Indus., Inc. Asbestos Pers. Inj. Settlement Tr. v. Aldrich Pump LLC*, No. 22-mp-00303 (Bankr. W.D.N.C. July 3, 2023), ECF No. 170; *Order Denying Mots. to Quash and Mot. to Strike, AC&S Asbestos Settlement Tr. v. Aldrich Pump LLC*, No. 23-mp-00300 (Bankr. W.D.N.C. July 3, 2023), ECF No. 85.

Additionally, in the Eastern District of Michigan, the Aldrich Debtors filed a motion to transfer or compel a response to the subpoena it issued to Paddock Enterprises, LLC, and then voluntarily dismissed the action. *See Initiating Mot. to Transfer this Proceeding or Alternatively, Compel, Aldrich Pump LLC et al. v. Paddock Enterprises, LLC*, No. 22-mc-51346 (E.D. Mich. Aug. 19, 2022), ECF No. 1; *Notice of Voluntary Dismissal by Aldrich Pump LLC, Aldrich Pump*

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<sup>4</sup> The District of Delaware considered three cases with nearly identical postures together: *In re Bestwall LLC*, Case No. 21-mc-00141; Case No. *In re DBMP LLC*, 22-mc-00139; and *In re Aldrich Pump LLC, et al.*, Case No. 22-mc-00308.

*LLC et al. v. Paddock Enterprises, LLC*, No. 22-mc-51346 (E.D. Mich. Oct. 26, 2022), ECF No. 6.

Similar subpoenas and competing motions to quash and motions to transfer have been filed pertaining to bankruptcy proceedings closely related to the Aldrich Debtors' proceedings. The proceedings involving Bestwall LLC ("Bestwall") and DBMP LLC ("DBMP"), who also are asbestos-related debtors in the Bankruptcy Court, parallel the instant proceedings in several respects. *See* Manville Mot. at 3–5. Bestwall and DBMP moved in the Bankruptcy Court for permission to subpoena asbestos trusts—including the Manville Trust—and the Bankruptcy Court granted those motions. *See* Order Granting Debtor's Mot. for Bankruptcy Rule 2004 Examination of Asbestos Trusts and Governing Confidentiality of Information Provided in Response ("DBMP 2004 Order"), *In re DBMP LLC*, No. 20-bk-30080 (Bankr. W.D.N.C. Feb. 17, 2022), ECF No. 1340; Order Granting Debtor's Mot. for Bankruptcy Rule 2004 Examination of Asbestos Trusts and Governing Confidentiality of Information Provided in Response ("Bestwall 2004 Order"), *In re Bestwall LLC*, No. 17-bk-31795 (Bankr. W.D.N.C. Mar. 24, 2021), ECF No. 1672. Like here, the asbestos trusts, which were the targets of those subpoenas and the corresponding matching claimants, filed motions to quash DBMP and Bestwall's subpoenas, and DBMP responded by moving to transfer the motions to the Bankruptcy Court. In the Eastern District of Virginia, the Manville Claimants sought to quash DBMP's subpoena, and that court granted DBMP's motion to transfer the matter to the Bankruptcy Court. *See* Order Granting Mot. to Transfer ("E.D. Va. Order") at 4, *In re DBMP LLC*, No. 22-mc-00009 (E.D. Va. May 31, 2022), ECF No. 42. The DCPF filed a motion to quash Bestwall and DBMP's subpoenas in the District of Delaware, and that court granted DBMP's motion to transfer those matters to the Bankruptcy Court in the same order that transferred the Delaware Claims

Processing Facility's action seeking to quash the Aldrich Debtors' subpoena. *In re Aldrich Pump*, 2022 WL 4465202.

### LEGAL STANDARD

A subpoena to produce materials, permit inspection of materials, or submit to a deposition “must issue from the court where the action is pending.” Fed. R. Civ. P. 45(a)(2). If the subpoena fails to allow a reasonable time to comply, requires compliance beyond geographical limits, requires disclosure of privileged or protected matter, or subjects a person to undue burden, “[o]n timely motion, the court for the district where compliance is required must quash or modify a subpoena.” *Id.* 45(d)(3)(A). However, the court where compliance is required can transfer any motion under Rule 45 to the court that issued the subpoena “if the person subject to the subpoena consents or if the court finds exceptional circumstances.” *Id.* 45(f). “[T]he proponent of transfer bears the burden of showing that such circumstances are present.” Fed. R. Civ. P. 45(f) Advisory Committee’s Note to 2013 Amendment (“Advisory Note”). Factors that support a finding of exceptional circumstances include the “complexity [of the underlying matter], [its] procedural posture, [the] duration of pendency [of the underlying case], and the nature of the issues pending before, or already resolved by, the issuing court in the underlying litigation.” *In re Disposable Contact Lens Antitrust Litig.*, 306 F. Supp. 3d 372, 376 (D.D.C. 2017) (alterations in original) (internal quotation marks and citation omitted).

The “prime concern” when considering whether to transfer a motion related to a Rule 45 subpoena “should be avoiding burdens on local nonparties subject to subpoenas.” Advisory Note. “In some circumstances, . . . transfer may be warranted in order to avoid disrupting the issuing court’s management of the underlying litigation.” *Id.* Those circumstances include “when [the issuing court] has already ruled on issues presented by the motion or the same issues



are likely to arise in discovery in many districts.” *Id.* In addition, “[t]ransfer is appropriate only if such interests outweigh the interests of the nonparty served with the subpoena in obtaining local resolution of the motion.” *Id.* Therefore, courts weighing transfer under Rule 45(f) must carefully balance the “‘interest of the nonparty in obtaining local resolution of [a subpoena-related] motion’ against the interest ‘in ensuring the efficient, fair and orderly progress of ongoing litigation before the issuing court.’” *Disposable Contact Lens Antitrust Litig.*, 306 F. Supp. 3d at 375 (quoting *Jud. Watch, Inc. v. Valle Del Sol, Inc.*, 307 F.R.D. 30, 34 (D.D.C. 2014)) (alteration in original). In conducting this balancing, the court must determine if “the issuing court is ‘in a better position to rule on the . . . motion . . . due to [its] familiarity with the full scope of the issues involved as well as any implications the resolution of the motion will have on the underlying litigation.’” *In re UBS Fin. Servs., Inc. of Puerto Rico Sec. Litig.*, 113 F. Supp. 3d 286, 288 (D.D.C. 2015) (quoting *Wultz v. Bank of China, Ltd.*, 304 F.R.D. 38, 47 (D.D.C. 2014)) (omissions and alteration in original).

## DISCUSSION

The Manville Claimants ask the Court to quash or modify the Subpoena, or alternatively to grant a protective order. *See* Manville Mot. The Aldrich Debtors respond that the Court should transfer the Motion to Quash to the issuing court—the Bankruptcy Court. *See* Aldrich Mot. For the reasons articulated below, this case presents exceptional circumstances that warrant transferring the Motion to Quash to the Bankruptcy Court. Specifically, transfer will reduce the risk of inconsistent rulings and promote judicial economy. Those factors outweigh any interest that the Manville Claimants may have in locally resolving the motion. As transfer is warranted, the Court will not consider the merits of the Motion to Quash.

**I. Transferring the Motion to Quash Will Reduce the Risk of Inconsistent Rulings**

The Aldrich Debtors contend that the risk that this Court’s resolution of the pending motions would differ from the rulings issued by the Bankruptcy Court and other courts in which similar subpoenas have been challenged presents an exceptional circumstance that warrants transfer. *See* Aldrich Mot. at 17–19. The Manville Claimants urge this Court to find that no exceptional circumstances exist and to resolve the motion to quash. *See* Manville Opp’n at 6.

The avoidance of inconsistent rulings from different courts presented with the same or similar issues can provide grounds to transfer subpoena-related motions. *See Wultz*, 304 F.R.D. at 46 (noting that avoiding “inconsistent results” may present exceptional circumstances that warrant transfer). The “potential for inconsistent rulings should be avoided and weighs in favor of a single judicial officer deciding all [related] disputes.” *Id.*; *see also Coal. for App Fairness v. Apple, Inc.*, No. 21-mc-00098, 2021 WL 3418805, at \*3 (D.D.C. Aug. 5, 2021) (granting motion to transfer subpoena dispute where “nearly identical” motions to compel had been filed in other districts, and one of those motions had already been transferred) (citation omitted). Those concerns are particularly salient when “there is a risk that the courts will enter orders inconsistent with those entered by the judge presiding over the case.” *In re Aldrich Pump*, 2022 WL 4465202, at \*5.

The Aldrich Debtors argue that the Bankruptcy Court has already ruled multiple times on the same arguments advanced in the Manville Claimants’ Motion to Quash. *See* Aldrich Mot. at 17. The Manville Claimants disagree and posit that the Motion to Quash presents a distinct legal question—whether the Subpoena is overbroad and a sample of the Manville Claimants’ data is sufficient for the Aldrich Debtors’ damages estimation—which the Bankruptcy Court has not decided. *See* Manville Opp’n at 6. The record from bankruptcy proceedings supports the Aldrich Debtors’ position.

The Bankruptcy Court has already considered and ruled on many of the issues that the Manville Claimants raise in their Motion to Quash. The Manville Claimant’s Motion to Quash raises issues concerning proportionality, relevance, confidentiality and anonymization, and sampling. *See* Manville Mot. at 10–15. Many of these issues were raised in objections to the Aldrich Debtors’ Bankruptcy Subpoena Motion,<sup>5</sup> and the Bankruptcy Court overruled those objections when it granted the motion, *see* Aldrich 2004 Order, and previously did the same when it granted similar subpoena motions filed by DBMP and Bestwall, *see* DBMP 2004 Order; Bestwall 2004 Order. In each case, the Bankruptcy Court found that the data sought by the subpoenas was relevant and necessary to estimate the debtors’ liabilities. Aldrich 2004 Order at 5; DBMP 2004 Order ¶ 3; Bestwall 2004 Order ¶ 3; *see also In re Aldrich Pump*, 2022 WL 4465202, at \*4 (“[T]he Aldrich motions to quash raise nearly identical issues as those overruled in the DBMP 2004 Order. The Issuing Court has already ruled on these issues, and, accordingly, transfer is warranted.”) (citing *Green v. Cosby*, 216 F. Supp. 3d 560, 565 (E.D. Pa. 2016)).

The Bankruptcy Court also considered confidentiality, anonymity, sampling, randomization, and data aggregation when it denied the Manville Claimants’ motion to quash DBMP’s subpoena. *See generally* Manville Matching Claimants’ Mem. in Supp. of Mot. to Quash or Modify Subpoena or Alternatively for Protective Order, *In re DBMP LLC*, No. 22-mp-00300 (Bankr. W.D.N.C. Sept. 8, 2022), ECF No. 2-3; Order Denying Manville Matching Claimants’ Mot. to Quash or Modify Subpoena or Alternatively for Protective Order, *In re*

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<sup>5</sup> *See* The Official Committee of Asbestos Personal Injury Claimants’ Objection to the Mot. of the Debtors for an Order Authorizing the Debtors to Issue Subpoenas on Asbestos Trusts and Paddock Enterprises, LLC at 12–15, Bankruptcy Docket, ECF No. 1162 (addressing relevance, proportionality, and anonymization); Paddock Enterprises, LLC’s Objection to the Motion of the Debtors for an Order Authorizing the Debtors to Issue Subpoenas on Asbestos Trusts and Paddock Enterprises, LLC at 9–11, Bankruptcy Docket, ECF No. 1161 (addressing relevance, proportionality, and confidentiality).

*DBMP LLC*, No. 22-mp-00300 (Bankr. W.D.N.C. Sept. 8, 2022), ECF No. 22.<sup>6</sup> During a hearing on August 11, 2022, Bankruptcy Judge Whitley explained, “I am denying the motion to quash . . . sampling is something that I strongly favor, but I believe . . . that we have protections here and that there’s not a real risk of harm.” August 11, 2022 Hearing Transcript at 67:6–10, Ex. L to Decl. of David S. Torborg, ECF No. 9-14. Thus several of the arguments raised by the Manville Claimants here have already been considered and rejected by the Bankruptcy Court.

The Manville Claimants further argue that the doctrine of issue preclusion does not bar this Court from deciding on the Motion to Quash because, for issue preclusion to apply, the prior ruling must be final and valid, and the Bankruptcy Court’s Aldrich 2004 Order is not a final and valid ruling. *See* Manville Opp’n at 3–4. This argument appears to respond to the Aldrich Debtors’ citation of *In re Bestwall LLC*, 47 F.4th 233, 246–47 (3d Cir. 2022), where the Third Circuit held that that the movant was precluded from raising the same arguments that it had presented before the Bankruptcy Court. *See Aldrich Mot.* at 17. The Aldrich Debtors cite that case as additional support, but their principal argument is based on the Advisory Note to Rule 45, which states that “transfer may be warranted . . . when [the issuing] court has already ruled on issues presented by the motion . . . .” Advisory Note. That is analytically distinct from collateral estoppel or issue preclusion. As discussed above, the Bankruptcy Court has also ruled on the issues presented in the Motion to Quash, which supports a finding that exceptional circumstances exist to transfer the Motion. *See In re Aldrich Pump*, 2022 WL 4465202, at \*3 (noting that

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<sup>6</sup> These proceedings took place after the U.S. District Court for the District of Virginia granted DBMP’s motion to transfer subpoena-related motions to the Bankruptcy Court. *See supra* Background section I.D; Order on Motion to Transfer Case to United States Bankruptcy Court for Western District of N.C., *In re DBMP LLC*, 22-mp-00300 (Bankr. W.D.N.C. July 7, 2022), ECF No. 1.

“[t]he drafters of Rule 45 contemplated” that transfer may be warranted where “the issuing court ‘has already ruled on issued presented’”) (quoting *Bestwall LLC*, 47 F.4th at 246).

Other district courts faced with a similar issue have concluded that transfer is appropriate. Motions to quash and motions to transfer nearly identical to those at issue here have been filed in the District Courts for the Eastern District of Michigan, the District of New Jersey, the Eastern District of Virginia, and the District of Delaware. Those motions concerned the same or similar subpoenas issued by the Aldrich Debtors, DBMP, or Bestwall, and presented similar arguments as the Motion to Quash and Motion to Transfer pending here. The District Courts for the District of Delaware, the District of New Jersey, and the Eastern District of Virginia transferred the subpoena-related motions to the Bankruptcy Court. *See In re Aldrich Pump*, 2022 WL 4465202; D.N.J. Order; E.D. Va. Order. The Manville Claimants note that in *In re Paddock Enterprises*, the U.S. Bankruptcy Court for the District of Delaware reviewed the merits of a motion to quash notwithstanding the risk that its ruling might conflict with rulings from the U.S. Bankruptcy Court for the District of North Carolina. *See* Manville Opp’n at 5 (discussing *In re Paddock Enterprises*, 2022 WL 4396358). But that case is inapposite, because there the court did not consider, and appears not to have been asked to consider, whether the subpoena-related motions should be transferred to a different bankruptcy court, and only explained why it had subject matter jurisdiction to hear the motion to quash. *In re Paddock Enterprises*, 2022 WL 4396358, at \*2–3.

In sum, the Bankruptcy Court’s prior consideration and rejection of certain arguments presented in the motion to quash presents an exceptional circumstance that weighs in favor of transferring the subpoena dispute to the Bankruptcy Court. *See Disposable Contact Lens Antitrust Litig.*, 306 F. Supp. 3d at 376 (finding issuing court better positioned to address motion

where case had been pending for years and court had resolved multiple discovery disputes); *Jud. Watch, Inc.*, 307 F.R.D. at 35 (same). The overlap between the motions to quash and the Bankruptcy Court’s order presents a situation that “[t]he drafters of Rule 45 contemplated exactly.” *In re Aldrich Pump*, 2022 WL 4465202, at \*4 (quoting *Bestwall LLC*, 47 F.4th at 246). Those concerns have led several district courts to transfer similar motions to quash to the Bankruptcy Court, and the Manville Claimants offer no persuasive argument for treating this case differently.

## II. Judicial Economy Favors Transferring the Motion to Quash

The Aldrich Debtors argue that judicial economy favors transferring the Motion to Quash, asserting that the Bankruptcy Court is already familiar with the issues presented in the motion and the complexity of the underlying bankruptcy case makes it probable that any ruling by this Court will disrupt the Bankruptcy Court’s management of that case. *See Aldrich Mot.* at 19–20. Courts weighting transfer under Rule 45(f) “must determine if ‘the issuing court is in a better position to rule on the motion due to [its] familiarity with the full scope of the issues involved as well as any implications the resolution of the motion will have on the underlying litigation.’” *In re Braden*, 344 F. Supp. 3d 83, 90 (D.D.C. 2018) (quoting *UBS Fin. Servs., Inc. of Puerto Rico Sec. Litig.*, 113 F. Supp. 3d at 288) (emphasis in original). An issuing court’s greater familiarity with the underlying case, combined with other considerations—like the complexity of the underlying case or the potential disruptions to the underlying case management schedule—will favor transfer. *See Wultz*, 304 F.R.D. at 46 (transferring subpoena-related motions to the issuing court because the underlying litigation was highly complex and a ruling by the compliance court would disrupt the issuing court’s management of the case).

The interests of judicial economy weigh in favor of transferring the Motion to Quash. The Bankruptcy Court is already familiar with Aldrich Debtors’ bankruptcy case, which is

complex and involves thousands of pending asbestos claims and numerous other intersecting debtors. *See* E.D. Va. Order at 4 (“Transfer is also supported given the complexity of this litigation, which involves dozens of law firms and thousands of asbestos claims, not to mention the intricacies of specialty litigation in the asbestos field.”). “[R]uling on the subpoenaed documents’ relevance would . . . require[] the Court to delve into the intricacies of the underlying dispute. Given the close relationship between the motion to quash and the merits of the complex underlying dispute, the issuing court [would be] in a better position to rule on the motion.” *Lipman v. Antoon*, 284 F. Supp. 3d 8, 13–14 (D.D.C. 2018) (quoting *Fed. Deposit Ins. Corp. v. Galan–Alvarez*, No. 15-mc-00752, 2015 WL 5602342, at \*3 (D.D.C. Sept. 4, 2015)) (omission and second and third alteration in original).

The Bankruptcy Court is not only familiar with the parties and facts in the Aldrich Debtors’ bankruptcy case generally, but as discussed above, it is familiar with the specific confidentiality, anonymity, broadness, sampling, and data aggregation issues presented in the Motion to Quash. The Bankruptcy Court is thus in a better position than this Court to determine whether the Motion to Quash should be granted. *See Flynn v. FCA US LLC*, 216 F. Supp. 3d 44, 48 (D.D.C. 2016) (“Because the issuing court has been able to intimately observe the parties and counsel involved in the underlying litigation over the course of the past 15 months, it is much better positioned than this Court to determine whether any of” the subpoenaed party’s concerns “have any merit”). Accordingly, judicial economy concerns also favor transferring the Motion to Quash to the Bankruptcy Court.

### **III. Transferring the Motion to Quash Will Not Unduly Burden the Manville Claimants**

The Aldrich Debtors argue that this Court has little local interest in resolving the Motion to Quash, given that there is no evidence that the Manville Claimants live in the District of Columbia, and that complying with the Subpoena would not be burdensome for any Manville

Claimant who may reside in the District. *See* Aldrich Mot. at 21. In determining whether to grant a motion to transfer, the court’s “prime concern should be avoiding burdens on local nonparties subject to subpoenas.” Advisory Note; *see also Disposable Contact Lens Antitrust Litig.*, 306 F. Supp. 3d at 379–81.

The Manville Claimants fail to show how the transfer would impose any undue burden on any claimants who may live in this District. It is unlikely that these local non-parties will suffer undue burden or cost if the Motion to Transfer is granted. The claimants likely will not be forced to travel to North Carolina after the matter is transferred. *See* Advisory Note (encouraging telephonic participation after transfer); *see also Google, Inc. v. Dig. Citizens All.*, No. 15-mc-00707, 2015 WL 4930979, at \*4 (D.D.C. 2015) (“[T]he encouragement of utilizing telecommunications as an alternative to travel is adequate to avoid undue burden on the nonparties in this context.”). Additionally, the ultimate enforcement of the Subpoena by the Bankruptcy Court if the Manville Claimants lose on the merits of their Motion to Quash would impose no greater burden on them than would enforcement by this Court. The burden of producing documents will not differ based on which court issues an order to do so, especially given that the Subpoena solely requires electronic transfer of data. *See Disposable Contact Lens Antitrust Litig.*, 306 F. Supp. 3d at 379–81 (“[E]ven if some additional administrative burden would be imposed, it would no doubt be ‘mitigate[d]’ because the documents addressed in the subpoena can be produced electronically.”).

In sum, exceptional circumstances favor transferring the subpoena dispute to the Bankruptcy Court and outweigh any burden to the Manville Claimants caused by transfer.<sup>7</sup>

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<sup>7</sup> The Manville Claimants assert that the Motion to Quash is properly before this Court because Rule 45 provides that “only ‘the court for the district where compliance is required’ has the initial power to quash or modify a subpoena.” Manville Opp’n at 2–3 (quoting Fed. R. Civ.



### CONCLUSION AND ORDER

For the foregoing reasons, the Court hereby **GRANTS** the Aldrich Debtors' Motion to Transfer and **TRANSFERS** this action to the U.S. Bankruptcy Court for the Western District of North Carolina.

### REVIEW BY THE DISTRICT COURT

The parties are hereby advised that under the provisions of Local Civil Rule 72.2(b) of the United States District Court for the District of Columbia, any party who objects to the undersigned magistrate judge's ruling must file a written objection thereto within 14 days of the party's receipt of this Memorandum Opinion and Order. The written objections must specifically designate the order or part thereof to which objection is made, and the basis for the objection.

Date: January 5, 2024

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ROBIN M. MERIWEATHER  
UNITED STATES MAGISTRATE JUDGE

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P. 45(d)(3)(A)). It is true that the Motion to Quash was initially filed in the correct court—this Court being the compliance court. But Rule 45(f) expressly authorizes the court where compliance is required to transfer a motion to the issuing court where, as here, exceptional circumstances warrant transfer. *See* Fed. R. Civ. P. 45(f).